

P95000008729

LAW OFFICES
KIMBRELL & HAMANN

PROFESSIONAL ASSOCIATION

SUITE 800
BRICKELL CENTRE
799 BRICKELL PLAZA
MIAMI, FLORIDA 33131-8808
TELEPHONE (305) 358-8181
TELECOPIER (305) 374-1563

OF COUNSEL
A. M. TOOTHMAN
WARREN D. HAMANN
CARL K. HOFFMANN

JAMES F. CROWDER, JR.
THOMAS C. WOODS
BRADFORD A. THOMAS
JOHN E. PHELAN
JAMES F. ASHER
GERARD M. KOURI, JR.
EDWARD ETCHEVERRY
GUY W. HARRISON
RUSSELL A. YAGEL
L. ROBERT ELIAS
ANNE M. SYLVESTER

January 26, 1995

Office of the Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000001393316
-01/30/95--01107--012
***122.50 ***122.50

Re: Electrobeat, Inc.
Our File No. 28966

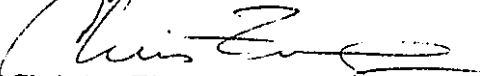
Dear Sir or Madam:

Attached you will find one original set of Articles of Incorporation of Electrobeat, Inc. and one copy thereof, along with our check in the amount of \$122.50 to cover the following disbursements:

\$35.00	Filing Articles of Incorporation
52.50	Certified copy of Articles of Incorporation
<u>35.00</u>	Registered Agent Filing Fee
\$122.50	

Please certify and stamp the copy with the filing date and time and return to the undersigned in the self-addressed, stamped envelope provided herewith. Thank you for your cooperation in this regard.

Sincerely,



Christina Zingman
Legal Assistant

:CZ
Enclosures

29866\state.ltr

FILED
95 JAN 30 10 51
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

2-2-95

**ARTICLES OF INCORPORATION
OF
ELECTROBEAT, INC.**

FILED
95 JAN 30 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is **ELECTROBEAT, INC.**, and the initial address of this corporation shall be 20015 N.E. 3rd. Ct. #2, Miami, Florida 33179.

ARTICLE II

This corporation may engage in any and all lawful business under the provisions of Chapter 607, Florida Statutes, as it may from time to time be amended.

ARTICLE III

The period of duration of this corporation shall be perpetual. The corporate existence shall commence upon filing of these Articles of Incorporation.

ARTICLE IV

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

**NUMBER OF SHARES
AUTHORIZED**

100

PAR VALUE PER SHARE

\$1.00

CLASS

Common

ARTICLE V

The initial registered office of this corporation shall be: 20015 N.E. 3rd Court #2, Miami, Florida 33179, and the name of this corporation's initial registered agent is MIREYA M. VALLS-RODRIGUEZ, at said address.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the director of this corporation, who shall hold office for the first year or until her successor is duly elected and qualified, shall be:

MIREYA M. VALLS-RODRIGUEZ
20015 N.E. 3rd Ct. #2
Miami, Florida 33179

ARTICLE VIII

The name and address of the incorporator is MIREYA M. VALLS-RODRIGUEZ, 20015 N.E. 3rd Ct. #2, Miami, Florida 33179.

ARTICLE IX

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles
of Incorporation this 20 day of January, 1995.

Witnesses:

Gerald W. Kaur J.

Consuelo Cano

Mireya M. Valls-Rodriguez
MIREYA M. VALLS-RODRIGUEZ
Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared MIREYA M. VALLS-RODRIGUEZ, () who is personally known to me or, (✓) who produced driver's license as identification, to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, this 20th day of January, 1995.

NOTARY PUBLIC:

Sign:

Consuelo Cano

Print:

Consuelo Cano

State of Florida at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. JULY 24, 1995
BONDED THREE THOUSAND DOLLARS

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND ACCEPTANCE**

In compliance with the laws of Florida, the following is submitted:

That ELECTROBEAT, INC., desiring to incorporate under the laws of the State of Florida has named MIREYA M. VALLS-RODRIGUEZ, with an address of 20015 N.E. 3rd Ct., #2, Miami, Florida, 33179, County of Dade, State of Florida, as its statutory Registered Agent.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.0501(3), Florida Statutes.

Dated this 20 day of January, 1995.

Mireya M. Valls-Rodriguez
Registered Agent

FILED
95 JAN 30 11 05 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA